

BRYAN CAVE

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## MEMO ENDORSED

October 29, 2007

VIA FACSIMILE 212-805-7906

Honorable Denny Chin  
 United States Judge  
 Southern District of New York  
 500 Pearl Street  
 New York, NY 10007

USDC SDNY  
 DOCUMENT  
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Re: Geltzer v. Altman et al., 07 CV 7852(DC)

Dear Judge Chin:

We represent Robert L. Geltzer, the Chapter 7 Trustee (the "Trustee") of the Debtor 1<sup>st</sup> Rochdale Cooperative Group, Ltd (the "Debtor"), and the Plaintiff in an adversary proceeding originally commenced in the Bankruptcy Court for the Southern District of New York, styled Robert L. Geltzer, as Chapter 7 Trustee of 1<sup>st</sup> Rochdale Cooperative Group Ltd. v. Gary Altman, Rhoda Brown, "John Doe 1" as Executor or Administrator of the Estate of George Crethan, Saul Mildworm, Jack Raskin, David Smith, "John Doe 2" as Executor or Administrator of the Estate of Allen Thurgood, Edward Yaker, Gregory Wortham and David L. Johnson, for breach of fiduciary duty and avoidance of fraudulent conveyances against certain of the defendants. By consent of all parties, the reference has been withdrawn to the District Court for the Southern District of New York.

Currently, before your honor, is a motion by Defendants Gary Altman, Rhoda Brown, the Estate of George Crethan, Saul Mildworm, Jack Raskin, David Smith, and Edward Yaker, all former directors of the Debtor (collectively, the "Movant Directors") seeking an order pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure and Rule 7012(b) of the Federal Rules of Bankruptcy Procedure dismissing Counts One and Two (the "Dismissal Motion") of the Trustee's complaint (the "Complaint"). Pursuant to a memo endorsed letter signed by Your Honor on October 15, 2007, opposition papers to Dismissal Motion are to be filed on October 30, 2007 (the "Trustee's Opposition").

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The Complaint against the Movant Directors involves certain breaches fiduciary duty owed to the Debtor. The Statement of Facts in the Complaint (the "Statement of Facts") in support of the Trustee's claims, was close to twenty (20) pages.

I am writing Your Honor to request permission to request a waiver of the rule of Chambers that the memoranda of law in support of the Trustee's Opposition be limited to 25 pages. The memorandum of law, as currently drafted in approximately thirty-two (32) pages).

In order to properly address the Movant Director's Dismissal Motion, the Trustee must set forth sufficient facts and law to support his claims that the Movant Directors breached their fiduciary duty. As noted above, just the Statement of Facts in support of the alleged breaches of fiduciary duty was close to 20 (twenty) pages long. Although, they have been edited down for purposes of the Trustee's Opposition, any further reduction would severely hamper the Trustee's ability to present his position. Moreover, the Movant Directors Dismissal Motion brings up five different points in support of their Dismissal Motion dealing with a variety of areas of law including breach of fiduciary duty, as well as issues of notice, statute of limitations and insolvency. In order to effectively address each one of these points, both factually and legally, required more than the allotted twenty-five pages.

I have spoken with Barry Lichtenberg, counsel to the Movant Directors and he has consented to waiver of the Court's requirement that the memorandum of law be no longer than twenty-five pages.

Therefore, on behalf of the Trustee, I respectfully request that Your Honor waive the requirement that the memorandum of law not exceed twenty-five pages in length.

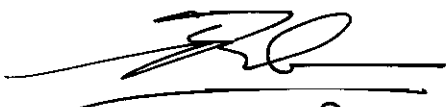
If you have any questions, please feel free to contact me.

Respectfully,  
  
Andrea K. Fisher

AKF

Cc: Barry Lichtenberg, Esq.

Application  
Granted, to  
the extent  
35 pages are  
allowed.  
So ORDERED.

  
WJP  
10/29/07